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Attorneys for Creditor Ryan Drexler

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF NEVADA**

In re:

MP Reorganization,

Debtor.

Case No. 22-14422-nmc

Chapter 11

**Hearing Date:** March 19, 2024

**Hearing Time:** 9:30 a.m.

**BG LAW LLP’S MOTION TO WITHDRAW AS COUNSEL FOR RYAN DREXLER**

BG Law LLP (“BG”) counsel of record for Ryan Drexler (“Drexler”), creditor of chapter 11 debtor MP Reorganization *fka* Musclepharm Corporation (the “Debtor”), hereby files its motion (the “Motion”) to withdraw as counsel for Drexler in this bankruptcy case (the “Bankruptcy Case”) and related adversary proceeding, Adv. No. 23-1093-nmc (the “Adversary Proceeding”).

The Motion is made and based upon the following Memorandum of Points and Authorities, the concurrently filed Declaration of Steven T. Gubner (“Gubner Decl.”) in support of the Motion, Local Rule<sup>1</sup> 2014, Nevada Rules of Professional Conduct Rule 1.16(b), the papers, pleadings, and other documents on file with the clerk of the Court and judicial notice of which is respectfully

<sup>1</sup> References to “Local Rule” refer to the Local Rules of Bankruptcy Practice of the United States Bankruptcy Court, District of Nevada; references to “LR” refer to the Local Rules of Practice for the United States District Court for the District of Nevada.

1 requested pursuant to Federal Rule of Evidence 201, and such other and further evidence as may be  
2 provided at the hearing on the Motion.

### 3 **MEMORANDUM OF POINTS AND AUTHORITIES**

#### 4 **I. JURISDICTION AND VENUE**

5 The Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334 and  
6 Local Rule 1001(b)(1). Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409.  
7 This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). The statutory predicates for the relief  
8 sought herein are Nevada Rules of Professional Conduct Rule 1.16(b), LR IA 11-6, and Local Rule  
9 2014.

10 As required by Local Rule 9014.2, BG consents to the entry of final orders or judgments by  
11 the Court if it is determined that the Court, absent consent of the parties, cannot enter final orders or  
12 judgments consistent with Article III of the United States Constitution.

#### 13 **II. RELEVANT BACKGROUND**

##### 14 **A. BG's Representation of Drexler**

15 Initially, Drexler retained Michael Richman ("Richman") of Richman & Richman LLC and  
16 formerly of Steinhilber Swanson LLP to represent Drexler's interests in the Bankruptcy Case. In  
17 August 2023, Drexler retained BG as co-counsel with Richman to advise and participate in  
18 representing Drexler's interests in the Bankruptcy Case. Thereafter, BG's engagement expanded to  
19 include the Adversary Proceeding.

20 In November 2023, Richman filed motions to withdraw as Drexler's counsel in the  
21 Bankruptcy Case [Bk. ECF No. 946] and Adversary Proceeding [Adv. ECF No. 57]. Both motions  
22 were granted by the Court [Bk. ECF No. 954, Adv. ECF No. 75]. After Richman's withdrawal, BG  
23 continued to represent Drexler in the Bankruptcy Case and Adversary Proceeding.

24 However, there has been a breakdown of the attorney-client relationship between BG and  
25 Drexler causing BG to be unable to effectively communicate with Drexler. Additionally, despite  
26 repeated requests to bring his account current, Drexler has failed to do so. Because of the current  
27 circumstances, it is no longer feasible for BG to continue to represent Drexler in the Bankruptcy  
28 Case or Adversary Proceeding. Accordingly, BG respectfully requests that the Court enter an order

1 authorizing BG to withdraw as counsel for Drexler in the Bankruptcy Case and Adversary  
 2 Proceeding.

3 **B. Status of Bankruptcy Related Matters**

4 In the Adversary Proceeding, Drexler's motion to continue trial date and extend all discovery  
 5 deadlines for good cause is pending. The hearing on the motion is set for February 27, 2024.  
 6 Additionally, the Court has several matters under submission including confirmation of the Debtor's  
 7 chapter 11 plan in the Bankruptcy Case and a motion to dismiss Drexler's counterclaim, motions for  
 8 summary judgment, and a motion to compel Drexler to produce documents in the Adversary  
 9 Proceeding.

10 **III. ARGUMENT**

11 Attorney withdrawal from representation is governed by Local Rule 2014, LR IA 11-6, and  
 12 Nevada Rules of Professional Conduct Rule 1.16. Local Rule 2014(a) provides:

13 An attorney who appears in a bankruptcy case on behalf of a party is  
 14 the attorney of record for the party for any and all purposes, except  
 15 adversary proceedings, until an order is entered permitting the  
 16 withdrawal of the attorney or the case is closed or dismissed.

17 Local Rule 2014(a).

18 Under the Nevada Rules of Professional Conduct Rule, permissive withdrawal is allowed if:

- 19 (1) Withdrawal can be accomplished without material adverse effect  
 20 on the interests of the client; . . .
- 21 (5) The client fails substantially to fulfill an obligation to the lawyer  
 22 regarding the lawyer's services and has been given reasonable warning  
 23 that the lawyer will withdraw unless the obligation is fulfilled;
- 24 (6) The representation will result in an unreasonable financial burden  
 25 on the lawyer or has been rendered unreasonably difficult by the  
 26 client; or
- 27 (7) Other good cause for withdrawal exists.

28 NV ST RPC Rule 1.16(b).

29 BG submits that continued representation of Drexler will result in an unreasonable financial  
 30 burden on BG and that the breakdown in communication between BG and Drexler it has made it  
 31 unreasonably difficult for BG to carry out its employment effectively, and it is good cause for the  
 32 Court to authorize BG's withdrawal. Additionally, despite repeated requests for Drexler to bring his

1 account current and warnings by BG that BG withdraw unless Drexler brings his account current,  
2 Drexler has failed to do so.

3 Further, Drexler's retainer agreement with BG provides the following: "You agree to be  
4 truthful with us, to cooperate, to keep us informed of developments which may come to your  
5 attention, to abide by this Agreement, ... Client will assist Attorney in providing information and  
6 documents necessary for the representation in the described matter." Unfortunately, BG and Drexler  
7 are no longer able to communicate in accordance with BG's retainer agreement. Because of the  
8 breakdown of the attorney-client relationship, BG is no longer able to effectively represent Drexler  
9 in the Bankruptcy Case or Adversary Proceeding.

10 The Nevada Rules of Professional Conduct Rule 1.16(d) provides that "[u]pon termination of  
11 representation, a lawyer shall take steps to the extent reasonably practicable to protect a client's  
12 interests[.]" NV ST RPC Rule 1.16(d). BG has taken reasonable steps to protect Drexler's interests  
13 by informing Drexler of BG's intent to withdraw as counsel in the Bankruptcy Case and Adversary  
14 Proceeding. BG has informed Drexler of his need to retain new counsel and of BG's willingness to  
15 facilitate the transfer of Drexler's case file to new counsel. However, as of the date of filing this  
16 Motion, Drexler has not identified new counsel. BG will continue to file pleadings on Drexler's  
17 behalf and BG will continue to represent Drexler at any hearings in the Bankruptcy Case and  
18 Adversary Proceeding until an order is entered by the Court authorizing the withdrawal of BG as  
19 counsel. Accordingly, BG does not believe that its withdrawal will have a material adverse effect on  
20 Drexler's interests.

#### 21 **IV. NOTICE**

22 BG will provide notice of this Motion to all required parties according to LR IA 11-6:  
23 Drexler (at all addresses available), opposing counsel in the Adversary Proceeding, and all other  
24 parties entitled to electronic notice.

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1 **V. CONCLUSION**

2 Based on the foregoing, BG respectfully requests that the Court enter an order granting the  
3 Motion in its entirety, authorizing the withdrawal of BG as counsel of record for Drexler in the  
4 Bankruptcy Case and the Adversary Proceeding.

5  
6 DATED: February 16, 2024

BG LAW LLP

7  
8 By: /s/ Steven T. Gubner

9 Steven T. Gubner  
10 Attorneys for Creditor Ryan Drexler  
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**CERTIFICATE OF SERVICE**

On February 16, 2024, I served the following document(s) (specify):

**BG LAW LLP'S MOTION TO WITHDRAW AS COUNSEL FOR RYAN DREXLER**

I served the above-named document(s) by the following means to the persons as listed below:

☒ ECF System (You must attach the "Notice of Electronic Filing", or list all persons and addresses and attach additional paper if necessary)

SEE ATTACHED

☒ United States mail, postage fully prepaid (List persons and addresses.)

Ryan Drexler  
24604 Malibu Road  
Malibu, CA 90265

☐ Personal Service (List persons and addresses.)  
I personally delivered the document(s) to the persons at these addresses:

☐ By direct email (as opposed to through the ECF System)  
(List persons and email addresses.)  
I caused the document(s) to be sent to the persons at the email addresses listed below. I did not receive, within a reasonable time after the transmission, any electronic message or other indication that the transmission was unsuccessful.

☐ By fax transmission (List persons and fax numbers.)  
I faxed the document(s) to the persons at the fax numbers listed below. No error was reported by the fax machine that I used. A copy of the record of the fax transmission is attached.

☐ By messenger (List persons and addresses.)  
I served the document(s) by placing them in an envelope or package addressed to the persons at the addresses listed below and providing them to a messenger for service. (A declaration by the messenger must be attached to this Certificate of Service).

I declare under penalty of perjury that the foregoing is true and correct.

Signed on: February 16, 2024

/s/ Abbie Au  
Abbie Au

I served the above-named document(s) by the following means to the persons as listed below:

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